

Admission Announcement

RNS Number : 8996P
Ocado Group PLC
26 July 2010

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For immediate release

26 July 2010

**Ocado Group plc
Admission to trading on the London Stock Exchange**

Further to its announcement on 21 July 2010, Ocado Group plc ("Ocado") announces that its ordinary share capital of 553,184,614 ordinary shares has today been admitted to the premium listing segment of the Official List of the UK Listing Authority and to trading on the London Stock Exchange's main market for listed securities under the ticker "OCDO".

Of these issued ordinary shares, 32,476,700 are held by Appleby Trust (Jersey) Limited, the independent company which is the trustee of Ocado's employee benefit trust (the "EBT Trustee"). The EBT Trustee has waived its right to exercise its voting rights and to receive dividends in respect of these 32,476,700 ordinary

shares. These 32,476,700 ordinary shares are therefore treated as treasury shares in the group's consolidated balance sheet in accordance with IAS 32 "Financial instruments: Presentation". As such, calculations of earnings per share for Ocado exclude the 32,476,700 ordinary shares held by the EBT Trustee. Excluding the 32,476,700 ordinary shares held by the EBT Trustee, Ocado has 520,707,914 ordinary shares in issue.

Further information about Ocado is available on its website at www.ocado.com.

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This announcement does not constitute a recommendation concerning the Offers. The price and value of securities can go down as well as up. Past performance is not a guide to future performance. Information in this announcement or any of the documents relating to the Offers cannot be relied upon as a guide to future performance.

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In connection with the Offers, any of the Banks or any of their respective affiliates, acting as investors for their own accounts, may subscribe for or purchase Ordinary Shares and in that capacity may retain, purchase, sell, offer to sell or otherwise deal for their own accounts in such Ordinary Shares and other securities of Ocado or related investments in connection with the Offers or otherwise. Accordingly, references in the Prospectus to the Ordinary Shares being issued, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, any of the Banks, or any of their respective affiliates acting as investors for their own accounts. None of the Banks intends to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

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Certain of the Banks have interests in Ocado and the Offers described in more detail in the pricing statement published by the Company on 21 July 2010.

Capitalised terms not defined in this announcement have the meanings given to them in the prospectus published by Ocado on 6 July 2010.

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